

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

AGWAY FARM & HOME SUPPLY, LLC,<sup>1</sup>

Debtor.

Chapter 11

Case No. 22-10602 (JKS)

**Re: Docket No. 51**

**SUPPLEMENTAL DECLARATION OF JEFFREY R. WAXMAN IN SUPPORT  
OF DEBTOR'S APPLICATION AUTHORIZING AND APPROVING THE  
EMPLOYMENT OF MORRIS JAMES LLP AS COUNSEL TO  
THE DEBTOR NUNC PRO TUNC TO JULY 5, 2022**

I, Jeffrey R. Waxman, being duly sworn, declare pursuant to 28 U.S.C. § 1746, under penalty of perjury that deposes and says:

1. I am a partner with the law firm of Morris James LLP ("Morris James") with offices located at 500 Delaware Avenue, Suite 1500, Wilmington, Delaware 19801 and am duly admitted to practice law in the State of Delaware, the United States District Court for the District of Delaware, the United States District Court for the Eastern District of Pennsylvania, the Commonwealth of Pennsylvania, the United States Court of Appeals for the Third Circuit, and the United States Supreme Court.

2. I am duly authorized to execute this supplemental declaration (the "Supplemental Declaration") on behalf of Morris James. I am familiar with the matters set forth herein and, if called as a witness, I could and would testify thereto. Unless otherwise stated in this Supplemental Declaration, I have personal knowledge of the facts hereinafter set forth. To the extent that any information disclosed herein requires amendment or modification upon Morris James' completion of further analysis or additional creditor information becomes available to Morris James, a further supplemental declaration will be submitted to the Court.

---

<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 1247. The Debtor's address is 6606 W. Broad Street, Richmond, VA 23230.

3. I am filing this Supplemental Declaration to supplement the disclosures that were included in my original declaration, dated July 13, 2022 (the “Original Declaration”), that was filed with the *Application to Authorize and Approve the Employment of Morris James LLP as Counsel to the Debtor nunc pro tunc to July 5, 2022* [Docket No. 51] (the “Application”) in accordance with Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). The Court has not yet entered an order regarding the Application.

4. Pursuant to Paragraph 20 of the Original Declaration, Morris James indicated that it would promptly file a supplemental declaration with the Court if it discovers any information that is contrary to the statements made in the Original Declaration or otherwise requires further disclosure.

5. Except as otherwise indicated herein, all facts stated in this Supplemental Declaration are based on my personal knowledge of Morris James’ operations and finances, information learned from my review of relevant documents, and information supplied to me by Morris James’ partners or employees. If called upon to testify, I could and would testify on that basis.

#### **ADDITIONAL DISCLOSURES**

6. In accordance with its ongoing obligations under Bankruptcy Rule 2014 and Local Rule 2014-1, Morris James has conducted, and continues to conduct, an examination of its relationships with the Debtor, its creditors, and other parties in interest in this Chapter 11 Case. Based on ongoing conflicts review, Morris James has become aware of the additional following parties through conflicts and therefore supplements the disclosures in the Application:

- a. Achille Enterprises, Inc.;
- b. Agway of Holland Patent, LLC;
- c. Animals and Gardens Unlimited formally New Egypt Agway (Bohonyi Corporation);
- d. Binghamton Agway Cooperative, Inc.;
- e. Moscow Feed & Supply Company, LLC; and

f. Palmetto Pigeon Plant.

7. To the best of my knowledge, after due inquiry, Morris James does not have any connection with the parties listed above and will not represent any of the aforementioned parties in connection with the Debtor or this Chapter 11 Case.

8. Morris James, to the best of its knowledge, information and belief, believes that it continues to be a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, and that it does not hold or represent an interest adverse to the Debtor’s estate with respect to the matters on which it is employed.

9. I continue to reserve the right to supplement Morris James’ disclosures in the event that Morris James learns of any additional connections that require disclosure. If any new material, relevant facts, or relationships are discovered or arise, Morris James will promptly file another supplemental declaration pursuant to Bankruptcy Rule 2014.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: March 20, 2023

/s/ Jeffrey R. Waxman  
Jeffrey R. Waxman (DE Bar No. 4159)